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THE
CRYSTAL PALACE COMPANY.

REPORT
OF THE
DIRECTORS TO THE SHAREHOLDERS
AT THE
FOURTEENTH ORDINARY
GENERAL MEETING,
JUNE 10TH, 1862.

COPY OF ADVERTISEMENT.

CRYSTAL PALACE COMPANY.

Notice is hereby given, that the **Fourteenth Ordinary General Meeting** of the Proprietors of this Company will be held at the London Tavern, Bishopsgate Street, in the City of London, on **Tuesday, the 10th June next**, at **One o'clock precisely**, for the purpose of receiving a Report from the Directors, and of transacting the ordinary business of the Company, as prescribed by the Deed of Settlement and Charter.

The Books kept by the Company for the Registration of Transfers will be closed from the 27th inst. to the 10th June, both days inclusive.

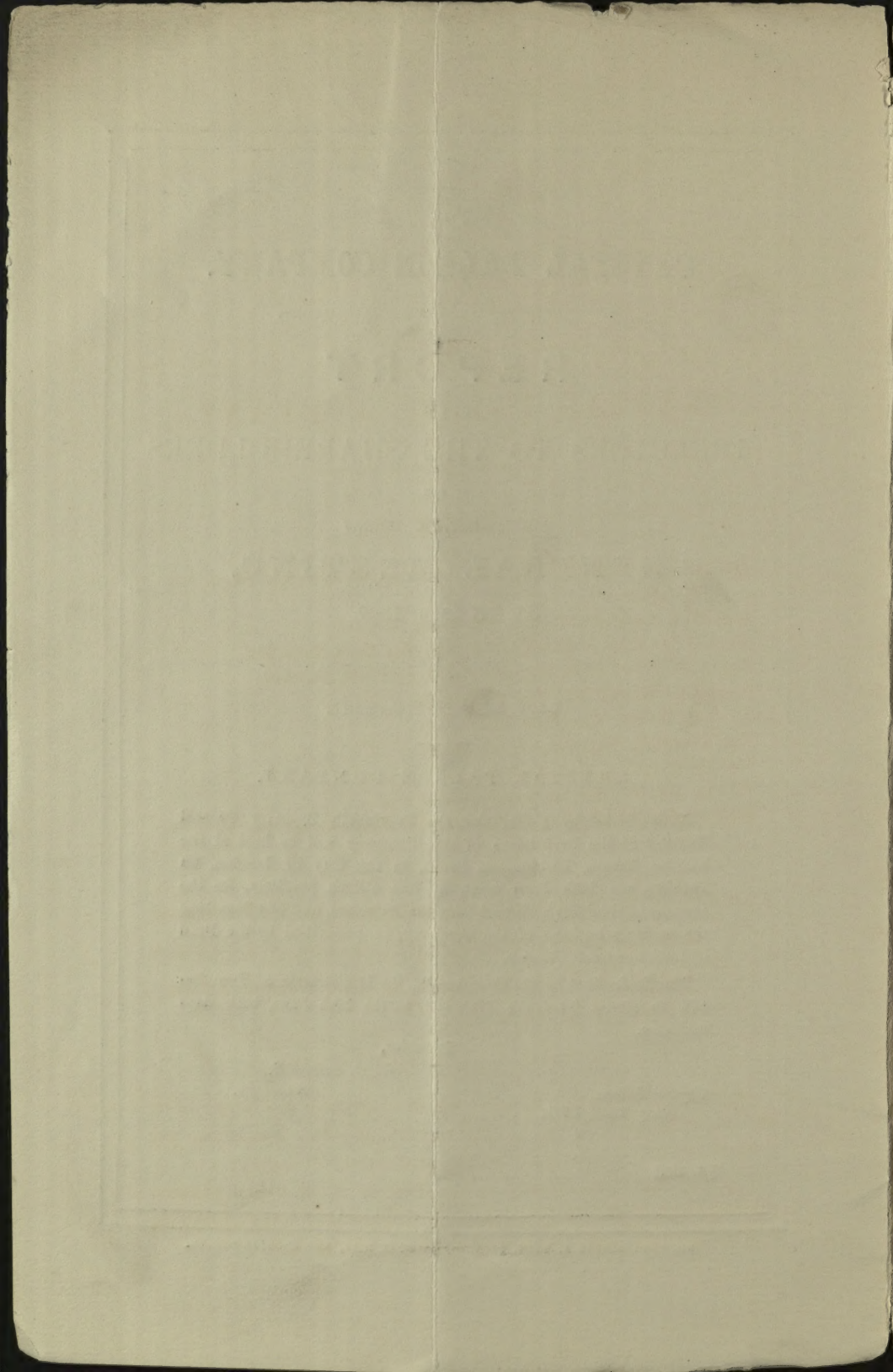
By order,

GEO. GROVE,

Secretary.

Crystal Palace,
May 24th, 1861.

[B. 539.]



THE
CRYSTAL PALACE COMPANY.

Directors.

THOMAS N. FARQUHAR, Esq. CHAIRMAN, 65 *Moorgate Street*, and
Sydenham.

ARTHUR ANDERSON, Esq. *The Grove, Norwood*.

HENRY SANFORD BICKNELL, Esq. *The Lawn, Tulse Hill*.

GEORGE ENGLAND, Esq. *Hatcham Iron Works, Hatcham*.

CHARLES HORSLEY, Esq. *2 Staple Inn*.

A. C. IONIDES, Esq. *Tulse Hill*.

JAMES LOW, Esq. *Gracechurch Street*.

DAVID OGILVY, Esq. *Sydenham*.

DAVID PRICE, Esq. *16 Gresham Street West*.

REGINALD READ, Esq. M.D. *1 Guilford Place, Russell Square*.

REPORT of the Directors, to be submitted to the Fourteenth
Ordinary General Meeting of Proprietors, at the London
Tavern, Bishopsgate Street, at One o'clock, Tuesday,
the 10th June, 1862.

In again meeting the Proprietors, the Directors are happy to be
able to report that, as far as this exceptionally late season has yet
progressed, the prospects of the Company are encouraging.

The Great Flower Show, on the 24th of May, was a genuine
success, both in the truly remarkable display of flowers exhibited,
and in the very large number of visitors attracted to it.

The occasion was also highly satisfactory in another respect, inasmuch as it proved the justice of the sanguine expectations which the Directors and the General Manager had formed of the capabilities (in a musical point of view) of the roof over the Handel Orchestra in the Centre Transept.

The music performed on that day for the first time beneath the roof, was heard in every part of the area of the transept, with a clearness and ease which warrant the most favourable anticipations for the Handel Festival, when the conditions will naturally be more friendly to music than during the bustle and movement of a Flower Show.

In other respects, the Handel Festival is proceeding most satisfactorily; and there is good ground for belief that it will be in every respect as great an improvement, both musically and financially, on its predecessor of 1859, as that was on the Festival of 1857.

The Orangery erected in partial substitution of the North Wing has now been completed for some months, and is found to answer its purpose in every way.

It has been found necessary to execute various substantial reparations and reconstructions in different parts of the Palace, particularly in the foundations of the floors. Acting under proper advice, the Directors have also thought it requisite to make some additions to the strength of the Centre Transept, particularly on the side which is exposed to the severe south-west gales which prevail during the spring and autumn. These repairs and reconstructions have all been executed in a thoroughly efficient and substantial manner, and will secure the permanent stability of the building.

The intended Metropolitan Extension of the London, Chatham, and Dover Railway, under the name of the South London and Crystal Palace Junction, the Bill for which has very recently passed, cannot fail to be of material importance to this Company. This line will leave the main line of Railway at Camberwell Green, and will pass from thence by Peckham and Forest Hill to the Palace. It will thus have the advantage of two Metropolitan Termini, viz., Victoria and Fleet Street, and will afford access to very large and

populous suburban districts on the South of London, which have hitherto been without direct communication; and as it will have the additional advantage of landing the passengers almost on the level of the floor of the Palace, a large increase in the number of visitors from Town may also be looked for by this route. The Station will be in the Dulwich Wood, close to the road in front of the Palace, from which a direct access will be obtained below the road into the building.

The Directors have concluded an arrangement with the Railway Company for the land in Dulwich Wood, by which the interests of the Proprietors in this Company are amply and advantageously protected.

The Directors regret that it is necessary to bring before the Shareholders the following communication, which was made on the 8th May last to Mr. George England, one of the members of the present Board of Direction:—

“The undersigned Directors of the Crystal Palace Company, are of opinion that the recent public proceedings* affecting Mr. George England, and the marked expression of opinion which has followed thereon, render it desirable in the interests of the Company that Mr. England should place his resignation as a Director of the Company in the hands of the Board; failing which, the undersigned will consider it their duty to take such notice of the subject in the Report to the next Half-yearly Meeting of Shareholders, as will bring the matter within the authority of that Meeting, in terms of the 51st clause of the Deed of Settlement of the Company.

“THOMAS N. FARQUHAR, *Chairman*.

“AR. ANDERSON.

“HENRY S. BICKNELL.

“CHARLES HORSLEY.

“A. C. IONIDES.

“DAVID OGILVY.

“DAVID PRICE.

“REGINALD READ.

“JAMES LOW.

“CRYSTAL PALACE, SYDENHAM,
“30th April, 1862.”

* These proceedings will be found reported in the Daily papers of the 8th April, and Leading Articles thereon in the *Morning Star* of the 9th, and the *Times* of the 10th April.

The following is a copy of the clause before referred to :—

" 51. That any Director shall be at liberty to resign office at pleasure, and any Director may be removed from office by a Resolution of a General Meeting, provided that his removal be recommended by a previous Report of the Directors made to such Meeting, and agreed to by at least two-thirds of the whole number of Directors; but no Director shall be deemed to have voluntarily resigned the office of Director unless and until he shall, by some writing under his hand, state that he has resigned such office."

Mr. England not having resigned his office, the Directors have no alternative but, in the terms of the foregoing clause in the Deed of Settlement, formally to recommend his removal from office by a Resolution to be passed at the Meeting. The Proprietors will thus have to determine whether or not they will give their support to the general body of the Directors in the step which they unanimously recommend. It will obviously be impossible for the other Members of the Board to continue in co-operation with Mr. England in the management of the Company's affairs.

The Directors who retire by rotation are Mr. Arthur Anderson, Mr. Ionides, and Mr. Ogilvy. These gentlemen are all eligible for office, and offer themselves for re-election accordingly.

By order of the Board,

THOS. N. FARQUHAR,

Chairman.

CRYSTAL PALACE,
May 31st, 1862.

NOTICES OF MOTION.

The Directors have received notice of Resolutions intended to be moved at the Meeting by Mr. John Rendall, of 9, New Square, Lincoln's Inn, as follows:—

"1. That this meeting, having read the opinion of Mr. W. M. James, Q.C., from which it appears that the £6 per Cent. Debenture Stock lately issued 'ought to have been so offered to the Shareholders as to place all the Shareholders on an equal footing,' and that the Directors not only 'placed themselves in a position of great danger,' but also rendered the Company liable to a Bill in Chancery, by the course which they took, cannot approve of the Directors' refusal to take the opinion of Counsel on the legality of the allotment actually made of this Stock, when the illegality of excluding the Preference Shareholders from a participation in the Stock was strongly pressed upon them, and is of opinion that a similar course ought not to be adopted on any future occasion."

"2. That this Meeting is of opinion, that when Counsel of eminence had advised that the course taken by the Directors was at variance with the rights of the Preference Shareholders, a list of such Preference Shareholders ought not to have been refused to a large Preference Shareholder when applied for at his own expense, even if there was no legal right to such list under the Deed of Settlement."

